

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	Chapter 11
MERCON B.V.,	Case No. 23-11947 (MEW)
Debtor.	

**SUMMARY OF COMBINED MONTHLY, INTERIM, AND FINAL FEE APPLICATION OF
KROLL RESTRUCTURING ADMINISTRATION LLC, AS ADMINISTRATIVE ADVISOR
TO THE DEBTORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES FOR (I) THE MONTHLY FEE
PERIOD FROM JULY 1, 2024 THROUGH JULY 31, 2024; (II) THE INTERIM
FEE PERIOD FROM APRIL 1, 2024 THROUGH JULY 31, 2024; AND
(III) THE FINAL FEE PERIOD FROM DECEMBER 6, 2023 THROUGH JULY 31, 2024**

Name of Applicant:	Kroll Restructuring Administration LLC
Authorized to Provide Services as:	Administrative Advisor
Date of Retention:	March 18, 2024, <i>nunc pro tunc</i> to December 6, 2023 ¹
Monthly Period for which Compensation and Reimbursement is Sought:	July 1, 2024 through July 31, 2024 (the “ Monthly Fee Period ”)
Amount of Compensation Sought as Actual, Reasonable and Necessary for the Monthly Fee Period:	\$447.95
Amount of Actual and Necessary Expense for the Monthly Fee Period:	\$70.00
Interim for which Compensation and Reimbursement is Sought:	April 1, 2024 through July 31, 2024 (the “ Interim Fee Period ”)
Amount of Compensation Sought as Actual, Reasonable and Necessary for the Interim Fee Period:	\$59,218.64
Amount of Actual and Necessary Expense for the Interim Fee Period:	\$70.00
Final Period for which	

¹ Docket references herein are to the chapter 11 case of Mercon Coffee Corporation, Case No. 23-11945.

Compensation and Reimbursement is Sought: December 6, 2023 through July 31,
2024 (the “**Final Fee Period**”)

Amount of Compensation Sought as Actual, Reasonable
and Necessary for the Final Fee Period: \$74,217.74

Amount of Actual and Necessary
Expense for the Final Fee Period: \$70.00

**Total Amount of Fees and Expense Reimbursement
Sought as Actual, Reasonable and Necessary: \$74,287.74**

Total Amount Outstanding at This Time: \$59,288.64

This is a: x monthly x interim x final application.

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Prior Interim Fee App

Date Filed; ECF No.	Period Covered	Requested		Paid or To Be Paid	
		Fees	Expenses	Fees	Expenses
5/15/24; ECF No. 485	12/6/23 – 3/31/24	\$14,999.10	\$0.00	\$14,999.10	\$0.00

Prior Monthly Statements

Date Filed; ECF No.	Period Covered	Requested		Paid or To Be Paid		Holdback (20%)
		Fees	Expenses	Fees	Expenses	
4/30/24; ECF No. 372	12/6/23 – 3/31/24	\$14,999.10	\$0.00	\$14,999.10	\$0.00	N/A
5/30/24; ECF No. 551	4/1/24 – 4/30/24	\$10,837.50 (payment of 80% or \$8,670.00)	\$0.00	\$8,670.00 (80% of \$10,837.50)	\$0.00	\$2,167.50
6/28/24; ECF No. 653	5/1/24 – 5/31/24	\$19,773.97 (payment of 80% or \$15,819.18)	\$0.00	\$15,819.18 (80% of \$19,773.97)	\$0.00	\$3,954.79
7/30/24; ECF No. 689	6/1/24 – 6/30/24	\$28,159.22 (payment of 80% or \$22,527.38)	\$0.00	\$22,527.38 (80% of \$28,159.22)	\$0.00	\$5,631.84

Summary of Hours Billed by Kroll Employees During the Monthly Fee Period

Employee Name	Title	Total Hours	Rate	Total
Adler, Adam M	Managing Director	0.20	\$245.00	\$49.00
Brunswick, Gabriel	Managing Director	0.40	\$245.00	\$98.00
Taatjes, Hayden S	Solicitation Consultant	1.40	\$220.00	\$308.00
Floyd, Tiffany M	Consultant	0.40	\$180.00	\$72.00
	TOTAL	2.40		\$527.00²
		BLENDED RATE	\$219.58	

Summary of Hours Billed by Subject Matter During the Monthly Fee Period

Matter Description	Total Hours	Total
Ballots	0.40	\$72.00
Retention / Fee Application	0.60	\$147.00
Solicitation	1.40	\$308.00
TOTAL	2.40	\$527.00³

^{2 3} This amount has been discounted to \$447.95 in accordance with the terms of Kroll's retention. Taking into account this discount, the blended hourly rate is \$186.65.

Summary of Necessary Expenses Incurred During the Monthly Fee Period

Description	Total
Telephonic Hearings	\$70.00
TOTAL	\$70.00

Summary of Hours Billed by Kroll Employees During the Interim Fee Period

Employee Name	Title	Total Hours	Rate	Total
Adler, Adam M	Managing Director	0.20	\$245.00	\$49.00
Brunswick, Gabriel	Managing Director	4.40	\$245.00	\$1,078.00
Johnson, Craig	Director of Solicitation	4.70	\$245.00	\$1,151.50
Kesler, Stanislav	Director of Solicitation	56.50	\$245.00	\$13,842.50
Orchowski, Alex T	Director of Solicitation	8.90	\$245.00	\$2,180.50
Berman, Jessica G	Director	1.00	\$245.00	\$245.00
Porter, Christine C	Director	16.30	\$235.00	\$3,830.50
Adbul Hakeem, Shakir	Solicitation Consultant	2.00	\$220.00	\$440.00
Brown, Mark M	Solicitation Consultant	32.40	\$220.00	\$7,128.00
Cheney, Edward	Solicitation Consultant	3.50	\$220.00	\$770.00
Crowell, Messiah L	Solicitation Consultant	17.40	\$220.00	\$3,828.00
Gache, Jean	Solicitation Consultant	0.70	\$220.00	\$154.00
Lewenson, Justin	Solicitation Consultant	1.10	\$220.00	\$242.00
Steinberg, Zachary	Solicitation Consultant	1.50	\$220.00	\$330.00
Taatjes, Hayden S	Solicitation Consultant	113.80	\$220.00	\$25,036.00
Champagne, Kadeem A	Senior Consultant	8.10	\$195.00	\$1,579.50
Khan, Areej	Senior Consultant	17.50	\$195.00	\$3,412.50
Floyd, Tiffany M	Consultant	0.80	\$180.00	\$144.00
Hernandez, Javier	Consultant	1.70	\$180.00	\$306.00
Lim, Rachel	Consultant	0.80	\$180.00	\$144.00
Pagan, Chanel C	Consultant	0.70	\$180.00	\$126.00
Gorina, Anastasia	Consultant	0.80	\$175.00	\$140.00
Ahmad, Moheen	Consultant	2.10	\$160.00	\$336.00
Howell, Gabriela	Consultant	8.00	\$160.00	\$1,280.00
Spiegel, Jason	Consultant	5.50	\$160.00	\$880.00
Huq, Tariful	Consultant	0.80	\$145.00	\$116.00
Hernandez, Raymond	Consultant	9.00	\$100.00	\$900.00
	TOTAL	320.20		\$69,669.00⁴
		BLENDED RATE	\$217.58	

Summary of Hours Billed by Subject Matter During the Interim Fee Period

Matter Description	Total Hours	Total
Ballots	29.20	\$5,337.00
Call Center / Credit Inquiry	39.60	\$8,864.50

⁴ This amount has been discounted to \$59,218.64 in accordance with the terms of Kroll's retention. Taking into account this discount, the blended hourly rate is \$184.94.

Retention / Fee Application	6.30	\$1,433.00
Schedules & SOFAs	28.30	\$6,107.00
Solicitation	216.80	\$47,927.50
TOTAL	320.20	\$69,669.00⁵

Summary of Necessary Expenses Incurred During the Interim Fee Period

Description	Total
Telephonic Hearings	\$70.00
TOTAL	\$70.00

Summary of Hours Billed by Kroll Employees During the Final Fee Period

Employee Name	Title	Total Hours	Rate⁶	Total
Adler, Adam M	Managing Director	0.20	\$245.00	\$49.00
Brunswick, Gabriel	Managing Director	4.40	\$245.00	\$1,078.00
Johnson, Craig	Director of Solicitation	4.70	\$245.00	\$1,151.50
Kesler, Stanislav	Director of Solicitation	56.50	\$245.00	\$13,842.50
Orchowski, Alex T	Director of Solicitation	8.90	\$245.00	\$2,180.50
Berman, Jessica G	Director	24.80	\$245.00	\$6,076.00
Malo, David R	Director	6.20	\$245.00	\$1,519.00
Porter, Christine C	Director	46.80	\$235.00	\$10,998.00
Porter, Christine C	Director	0.40	\$205.00	\$82.00
Adbul Hakeem, Shakir	Solicitation Consultant	2.00	\$220.00	\$440.00
Brown, Mark M	Solicitation Consultant	32.40	\$220.00	\$7,128.00
Cheney, Edward	Solicitation Consultant	3.50	\$220.00	\$770.00
Crowell, Messiah L	Solicitation Consultant	17.40	\$220.00	\$3,828.00
Gache, Jean	Solicitation Consultant	0.70	\$220.00	\$154.00
Lewenson, Justin	Solicitation Consultant	1.10	\$220.00	\$242.00
Steinberg, Zachary	Solicitation Consultant	1.50	\$220.00	\$330.00
Taatjes, Hayden S	Solicitation Consultant	113.80	\$220.00	\$25,036.00
Champagnie, Kadeem A	Senior Consultant	22.80	\$195.00	\$4,446.00
Khan, Areej	Senior Consultant	17.50	\$195.00	\$3,412.50
Floyd, Tiffany M	Consultant	0.80	\$180.00	\$144.00
Hernandez, Javier	Consultant	1.70	\$180.00	\$306.00
Lim, Rachel	Consultant	0.80	\$180.00	\$144.00
Pagan, Chanel C	Consultant	0.70	\$180.00	\$126.00
Rivera, Christian I	Consultant	1.00	\$180.00	\$180.00
Gorina, Anastasia	Consultant	0.80	\$175.00	\$140.00
Ahmad, Moheen	Consultant	2.10	\$160.00	\$336.00
Howell, Gabriela	Consultant	8.00	\$160.00	\$1,280.00
Spiegel, Jason	Consultant	5.50	\$160.00	\$880.00
Huq, Tariful	Consultant	0.80	\$145.00	\$116.00
Hernandez, Raymond	Consultant	9.00	\$100.00	\$900.00

⁵ This amount has been discounted to \$59,218.64 in accordance with the terms of Kroll's retention.

⁶ Certain Kroll employees were promoted effective January 1, 2024 and thus appear in this chart at their current and former rates, as applicable.

Employee Name	Title	Total Hours	Rate ⁶	Total
	TOTAL	396.80		\$87,315.00⁷
		BLENDED RATE	\$220.05	

Summary of Hours Billed by Subject Matter During the Final Fee Period

Matter Description	Total Hours	Total
Ballots	29.20	\$5,337.00
Call Center / Creditor Inquiry	39.60	\$8,864.50
Retention / Fee Application	6.30	\$1,433.00
Schedules & SOFA	104.90	\$23,753.00
Solicitation	216.80	\$47,927.50
TOTAL	396.80	\$87,315.00⁸

Summary of Necessary Expenses Incurred During the Final Fee Period

Description	Total
Telephonic Hearings	\$70.00
TOTAL	\$70.00

[Remainder of page intentionally left blank]

^{7, 8} This amount has been discounted to \$74,217.74 in accordance with the terms of Kroll's retention. Taking into account this discount, the blended hourly rate is \$187.04.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MERCON B.V.,

Debtor.

Chapter 11

Case No. 23-11947 (MEW)

**COMBINED MONTHLY, INTERIM, AND FINAL FEE APPLICATION OF KROLL
RESTRUCTURING ADMINISTRATION LLC, AS ADMINISTRATIVE ADVISOR TO
THE DEBTORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES FOR (I) THE MONTHLY FEE
PERIOD FROM JULY 1, 2024 THROUGH JULY 31, 2024; (II) THE INTERIM
FEE PERIOD FROM APRIL 1, 2024 THROUGH JULY 31, 2024; AND
(III) THE FINAL FEE PERIOD FROM DECEMBER 6, 2023 THROUGH JULY 31, 2024**

Kroll Restructuring Administration LLC (“**Kroll**”), administrative advisor to Mercon Coffee Corporation and certain of its affiliates as debtors and debtors in possession (collectively, the “**Debtors**”), files this combined monthly, interim and final fee application (this “**Application**”), pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules (the “**Local Bankruptcy Rules**”) of the United States Bankruptcy Court for the Southern District of New York (the “**Court**”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 108]¹ (the “**Compensation Order**”), and the *Fourth Amended Joint Chapter 11 Plan of Liquidation for Mercon Coffee Corporation and Certain Affiliated Debtors*, dated May 22, 2024 [Docket No. 516] (as it has been and may be amended, altered, modified, revised or supplemented from time to time, the “**Plan**”), for payment of compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection with such services for (i) the monthly period from

¹ Docket references herein are to the chapter 11 case of Mercon Coffee Corporation, Case No. 23-11945.

July 1, 2024 through July 31, 2024 (the “**Monthly Fee Period**”); (ii) the interim fee period from April 1, 2024 through July 31, 2024 (the “**Interim Fee Period**”); and (iii) the final period from December 6, 2023 through July 31, 2024 (the “**Final Fee Period**”). In support of this Application, Kroll respectfully represents as follows:

Preliminary Statement

1. On December 13, 2023, the Court entered the *Order Authorizing Retention and Appointment of Kroll Restructuring Administration LLC as Claims and Noticing Agent*, [Docket No. 57] (the “**Claims and Noticing Agent Order**”), which authorized the Debtors to retain Kroll as their claims and noticing agent. On March 18, 2024, the Court entered the *Order Authorizing Employment and Retention of Kroll Restructuring Administration LLC as Administrative Advisor Nunc Pro Tunc to the Petition Date* [Docket No. 254] (the “**Administrative Advisor Order**”), which authorized the Debtors to retain Kroll as their administrative advisor in these chapter 11 cases *nunc pro tunc* to the Petition Date (as defined below).

2. On July 30, 2024, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming Fourth Amended Joint Chapter 11 Plan of Liquidation for Mercon Coffee Corporation and Certain Affiliated Debtors* [Docket No. 690], which among other things confirmed the Plan. On August 6, 2024, the Debtors filed the *Notice of (I) Occurrence of Effective Date and (II) Administrative Claims Bar Date* [Docket No. 706], which among other things provided notice that the Plan became effective on July 31, 2024.

3. By this Application, Kroll seeks final allowance and approval of fees for reasonable and necessary services rendered to the Debtors in the aggregate amount of \$74,217.74 and reimbursement of actual costs and expenses incurred in the amount of \$70.00 during the Final Fee Period.

4. During the Final Fee Period, Kroll worked with the Debtors on, among other things, the solicitation of the Plan, responding to inquiries from interested parties regarding the solicitation of the Plan, processing incoming ballots, and preparing the Debtors' schedules of assets and liabilities ("**Schedules**") and statements of financial affairs ("**SOFA**s"), all as more fully discussed below.

Jurisdiction, Venue and Statutory Predicates

5. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

6. Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

7. The statutory bases for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, Local Bankruptcy Rule 2016-2, the *Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases*, effective February 5, 2013 (as adopted by General Order M-447) (the "**Local Guidelines**") and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330*, effective January 30, 1996 (the "**UST Guidelines**", and together with the Local Guidelines, the "**Fee Guidelines**").

8. Pursuant to the Local Guidelines, a certification of compliance with the Local Guidelines is attached hereto as **Exhibit A**.

Background

9. On December 6, 2023 (the "**Petition Date**"), each of the Debtors commenced with the Court a voluntary case under chapter 11 the Bankruptcy Code. The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in

these chapter 11 cases. On December 21, 2023, an official committee of unsecured creditors was appointed in these cases [Docket No. 74].

10. As described above, Kroll was retained as administrative advisor to the Debtors as of the Petition Date pursuant to the Administrative Advisor Order. The Administrative Advisor Order authorized Kroll to provide the Debtors with post-petition administrative services, including, among other things, the Plan solicitation process, processing ballots and tabulating votes on the Plan.

Relief Requested

11. During the Final Fee Period, Kroll professionals billed a total of 396.80 hours. By this Application, Kroll requests (a) final allowance and approval of aggregate fees in the amount of \$74,217.74 on account of reasonable and necessary professional services rendered and (b) reimbursement of actual and necessary costs and expenses incurred in the amount of \$70.00, for a total of \$74,287.74 of fees and expenses in the aggregate.

12. As of the date hereof, Kroll has received an aggregate payment of \$14,999.10 on account of reasonable and necessary professional services rendered and actual and necessary expenses incurred by Kroll from the Petition Date through July 31, 2024. As a result, Kroll is seeking payment hereby of the remaining reasonable and necessary fees for services rendered and actual and necessary expenses incurred by Kroll during the Final Fee Period in an aggregate amount equal to \$59,288.64 (\$74,287.74, less \$14,999.10 already paid).

Compliance with the Compensation Order; Compensation Sought and Paid and its Source

13. Pursuant to the Compensation Order, Kroll prepared monthly fee statements as filed with this Court at Docket Nos. 372, 551, 653 and 689 (each, a “**Monthly Fee Statement**,” and collectively, the “**Monthly Fee Statements**”) as well as the interim fee application filed at Docket

No. 485 (the “**Interim Fee Application**”). Further, this Application has been prepared in accordance with the procedures set forth in the Compensation Order and the Plan.

14. In addition, Kroll incurred fees during the Monthly Fee Period in the amount of \$447.95 on account of reasonable and necessary professional services rendered to or on behalf of the Debtors by Kroll and \$70.00 of actual and necessary costs and expenses, which equals a total aggregate amount of \$517.95 for the Monthly Fee Period. As of the date hereof, Kroll has neither sought nor requested any such fees from the Debtors or this Court, and therefore includes all such amounts incurred during the Monthly Fee Period for allowance and payment in this Application. In that regard, separate summary sheets showing the hours billed and fees incurred by Kroll professionals and by subject matter, and for any actual costs and expenses, for the Monthly Fee Period have been prepared above. Also, itemized invoices for the Monthly Fee Period are attached hereto as part of **Exhibit B**. During the Monthly Fee Period, Kroll professionals billed a total of 2.40 hours.

15. In accordance with the Compensation Order, during the Final Fee Period, Kroll was paid an aggregate amount of reasonable and necessary fees and actual and necessary expenses equal to \$14,999.10 on account of amounts sought in the Monthly Fee Statement filed at Docket No. 372 and the Interim Fee Application, but has not yet been paid any amounts relating to the Monthly Fee Statements filed at Docket Nos. 551, 653 and 689, totaling \$58,770.69 in the aggregate. Additionally, Kroll has not received any payment for Monthly Fee Period sought herein, totaling \$517.95. Accordingly, Kroll is seeking payment hereby of the remaining reasonable and necessary fees for services rendered and actual and necessary expenses incurred by Kroll in an aggregate amount equal to \$59,288.64 (\$58,770.69, plus \$517.95).

16. Except to the extent of the advance paid to Kroll (as described in the engagement letter between Kroll and the Debtors) and the payments received in connection with prior fee

applications as approved by this Court and described above, Kroll has neither sought nor received any payment or promises for payment from any source during the Final Fee Period in connection with the matters described in this Application. There is no agreement or understanding between Kroll and any other person, other than the Debtors, its partners, affiliates, managers, directors and employees, for sharing of the compensation to be received for services rendered to the Debtors in these chapter 11 cases.

17. Furthermore, the fees sought by this Application do not include any fees that have been sought under the Claims and Noticing Agent Order. Procedures for payment of such fees or disbursements are separately addressed in the Claims and Noticing Agent Order.

Summary of Professional Services Rendered During the Final Fee Period

18. The professional services that Kroll rendered during the Final Fee Period are grouped by subject matter and summarized as follows:

- **Ballots**

Fees: \$5,337.00; Hours: 29.20

Ballots services provided included processing incoming ballots, including receiving, reviewing and analyzing incoming ballots for timeliness and validity, inputting ballots into the voting database and auditing same, and providing technical support for processing of electronically filed ballots.

- **Call Center / Creditor Inquiry**

Fees: \$8,864.50; Hours: 39.60

Call Center / Credit Inquiry services provided included: (a) preparing and updating responses to frequently asked questions regarding solicitation of the Debtors' Plan; (b) responding to creditor inquiries regarding solicitation of the Debtors' Plan, including related to balloting and

voting deadlines; and (c) performing quality assurance reviews of responses to solicitation related inquiries.

- **Retention / Fee Application**

Fees: \$1,433.00; Hours: 6.30

Retention / Fee Application services provided included: (a) drafting, reviewing, revising, and filing the Monthly Fee Applications and Interim Fee Application; and (b) telephonically attending the Interim Fee Application hearing.

- **Schedules & SOFAs**

Fees: \$23,753.00; Hours: 104.90

Schedules & SOFAs services provided included: (a) conferring and coordinating among the Kroll case team and Debtors' counsel and other professionals regarding the Debtors' Schedules; (b) preparing, formatting, reviewing and revising the Schedules, including Schedules A/B, D, E/F, G and H and all questions therein for all Debtors; (c) performing quality assurance reviews of the Schedules; (d) preparing, formatting, reviewing and revising the Debtors' SOFAs, including parts 1 through 13, and all questions therein, for all Debtors; (e) performing quality assurance reviews of the SOFAs; (f) preparing, formatting, reviewing and revising amendments to the Schedules and SOFAs and performing quality assurance reviews of same.

- **Solicitation**

Fees: \$47,927.50; Hours: 216.80

Solicitation services provided included: (a) conferring, coordinating, and corresponding among the Kroll case team and Debtors' counsel and other professionals regarding solicitation matters; (b) reviewing and analyzing the Plan and disclosure statement and other solicitation materials in preparation for solicitation of the Plan; (c) responding to inquiries from Debtors' counsel regarding solicitation; (d) preparing the Plan class report and performing quality

assurance reviews of same; (e) updating the case website to provide for electronic balloting; (f) preparing interim voting reports for circulation to the Debtors' professionals and performing quality assurance reviews of same; (g) preparing, reviewing, revising and finalizing the voting declaration; and (h) preparing for and participating in the confirmation hearing as the voting declarant.

Summary of Expenses Incurred During the Final Fee Period

19. In rendering the services described herein, Kroll incurred actual and necessary expenses in the aggregate amount of \$70.00 during the Final Fee Period (which amount was incurred during the Monthly Fee Period) on account of a telephonic hearing. Attached hereto as **Exhibit B** is a list of expenses incurred by the Kroll employee during the Final Fee Period.

**Kroll's Requested Fees and
Reimbursement of Expenses Should be Allowed by this Court**

20. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered ... and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 sets forth the criteria for the award of compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded ... the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (a) the time spent on such services;
- (b) the rates charged for such services;
- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;

- (e) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (f) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

21. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amounts requested by Kroll are fair and reasonable given (i) the complexity of this case, (ii) the time expended, (iii) the rates charged for such services, (iv) the nature and extent of the services rendered, (v) the value of such services and (vi) the costs of comparable services other than in a case under this title.

22. In addition, Kroll's hourly rates are set at a level designed to fairly compensate Kroll for the work of its professionals and to cover routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions and are consistent with the rates charged elsewhere. Kroll submits this Application in accordance with the Compensation Order. All services for which Kroll requests compensation were performed for, or on behalf of, the Debtors.

23. Lastly, Kroll maintains computerized records of the time spent by employees of Kroll in connection with its role as administrative advisor to the Debtors. Detailed statements of hours spent rendering services to the Debtors in support of the compensation for fees and expenses incurred during the Final Fee Period are attached hereto as **Exhibit B**, which (i) identify each employee that rendered services in each task category; (ii) describe each service such employees performed; (iii) set forth the number of hours in increments of one-tenth of an hour spent by each employee providing services; and (iv) as applicable, list the particular type of expenses incurred.

Certification of Compliance and Waiver

24. The undersigned has reviewed the requirements of Rule 2016-1 of the Local Rules and believes that this Application substantially complies with that Local Rule. To the extent that this Application does not comply in all respects with the requirements of Local Rule 2016-1, Kroll believes that such deviations are not material and respectfully requests that any such requirements be waived.

Notice

25. Pursuant to the Compensation Order, this Application will be served upon the Notice Parties as defined therein.

Conclusion

WHEREFORE, Kroll respectfully requests final approval and allowance of (i) fees in the aggregate amount of \$74,217.74 and (ii) reimbursement of actual and necessary expenses in the aggregate amount of \$70.00.

Dated: August 30, 2024
New York, New York

KROLL RESTRUCTURING ADMINISTRATION LLC

/s/ Adam M. Adler
Adam M. Adler
Gabriel Brunswick
55 East 52nd Street, 17th Floor
New York, NY 10055
Telephone: (212) 257-5450
Email: adam.adler@kroll.com
gabriel.brunswick@kroll.com

Administrative Advisor to the Debtors

Exhibit A

Certification of Compliance with Local Guidelines

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MERCON B.V.,

Debtor.

Chapter 11

Case No. 23-11947 (MEW)

**CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS FOR
PROFESSIONALS IN RESPECT OF COMBINED MONTHLY, INTERIM, AND FINAL FEE
APPLICATION OF KROLL RESTRUCTURING ADMINISTRATION LLC, AS
ADMINISTRATIVE ADVISOR TO THE DEBTORS, FOR ALLOWANCE OF
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES FOR (I) THE
MONTHLY FEE PERIOD FROM JULY 1, 2024 THROUGH JULY 31, 2024; (II) THE
INTERIM FEE PERIOD FROM APRIL 1, 2024 THROUGH JULY 31, 2024; AND
(III) THE FINAL FEE PERIOD FROM DECEMBER 6, 2023 THROUGH JULY 31, 2024**

I, Adam M. Adler, hereby certify that:

1. I am a Managing Director of Kroll Restructuring Administration LLC (“**Kroll**”), administrative advisor to Mercon Coffee Corporation and certain of its affiliates as debtors and debtors in possession (collectively, the “**Debtors**”).

2. This certification is made in respect of Kroll’s compliance with the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases*, effective as of February 5, 2013 (as adopted by General Order M-447) (the “**Local Guidelines**”), and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330*, effective January 30, 1996 (the “**UST Guidelines**” together with the Local Guidelines, the “**Fee Guidelines**”), in connection with Kroll’s final fee application (the “**Application**”) for allowance and approval of compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection with such services for: (i) the monthly period from July 1, 2024 through July 31, 2024 (the “**Monthly Fee Period**”); (ii) the interim fee period from

April 1, 2024 through July 31, 2024 and (ii) the final period from December 6, 2023 through and including July 31, 2024 (the “**Final Fee Period**”).

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- (a) I have read the Application;
- (b) to the best of my knowledge, information and belief formed after reasonable inquiry, the fees and expenses sought fall within the Fee Guidelines;
- (c) the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by Kroll and generally accepted by Kroll’s clients; and
- (d) in seeking the reimbursement of expenses described in the Application, Kroll did not make a profit on those services, whether performed by Kroll in-house or through a third party.

4. In respect of Section B.2 of the Local Guidelines, I certify that Kroll has provided the Office of the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”), the Debtors and their attorneys, and counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) with a statement of Kroll’s fees and expenses (if any) accrued during the Final Fee Period (which includes the fees and expense (if any) accrued during the Monthly Fee Period, and the Final Fee Period), which is included in the Application.

5. In respect of Section B.3 of the Local Guidelines, I certify that the Debtors, their attorneys, counsel to the Committee and the U.S. Trustee are each being provided with a copy of the Application.

6. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: August 30, 2024
New York, New York

KROLL RESTRUCTURING ADMINISTRATION LLC

/s/ Adam M. Adler
Adam M. Adler
Managing Director
55 East 52nd Street, 17th Floor
New York, NY 10055
Telephone: (212) 257-5450
Email: adam.adler@kroll.com

Administrative Advisor to the Debtors

Exhibit B

Fee Detail



Hourly Fees by Employee through December 2023

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
KAC	Champagnie, Kadeem A	SC - Senior Consultant	1.90	\$195.00	\$370.50
CHP	Porter, Christine C	DI - Director	0.40	\$205.00	\$82.00
JGB	Berman, Jessica G	DI - Director	2.60	\$245.00	\$637.00
DRM	Malo, David R	DI - Director	0.50	\$245.00	\$122.50
TOTAL:			5.40		\$1,212.00

Hourly Fees by Task Code through December 2023

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
SOFA	Schedules & SOFA	5.40	\$1,212.00
TOTAL:		5.40	\$1,212.00

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
12/12/23	JGB	DI	Telephone conference with M. Calvo, F. Cottrell (Riveron), K. Champagnie, and C. Porter (Kroll) regarding preparation of schedules and SOFAs (.5); multiple conferences with J. Daloia, J. Hughes, K. Champagnie, and E. Usitalo (Kroll) regarding coordination relating to preparation of Schedule G (.4)	Schedules & SOFA	0.90
12/12/23	KAC	SC	Telephone conference with M. Calvo and F. Cottrell (Riveron) and J. Berman and D. Malo (Kroll) re Schedules and SOFA preparations and next steps re same	Schedules & SOFA	0.40
12/18/23	CHP	DI	Telephone conference with M. Calvo and F. Cottrell (Riveron), J. Berman and K. Champagnie (Kroll) re schedule & SOFA preparation	Schedules & SOFA	0.40
12/18/23	JGB	DI	Telephone conference with C. Porter, K. Champagnie (Kroll), F. Cottrell and M. Calvo (Riveron) in connection with preparation of schedules and SOFAs and open items relating to same	Schedules & SOFA	0.40
12/18/23	KAC	SC	Prepare and modify permissions in FileShare dataroom for internal and external users	Schedules & SOFA	0.30
12/18/23	KAC	SC	Telephone conference with J. Berman and C. Porter (Kroll) and M. Calvo and F. Cottrell (Riveron) in connection with preparation of schedules and SOFAs and open items relating to same	Schedules & SOFA	0.40
12/19/23	KAC	SC	Prepare and modify permissions in FileShare dataroom for internal and external users	Schedules & SOFA	0.50
12/20/23	DRM	DI	Participate in telephone conference with M. Calvo (Riveron) regarding information gathering for preparation of Schedules of Assets and Liabilities and Statement of Financial Affairs	Schedules & SOFA	0.50
12/27/23	JGB	DI	Correspond with F. Cottrell, M. Calvo (Riveron) regarding preparation of SOFA Q11 (.2); confer with J. Ashley (Kroll) regarding preparation of Schedule G (.3)	Schedules & SOFA	0.50
12/27/23	KAC	SC	Conference with J. Ashley, J. Berman (Kroll), F. Cottrell, M. Calvo (Riveron) in connection with preparation of Schedules and SOFA and open items relating to same	Schedules & SOFA	0.30
12/28/23	JGB	DI	Correspond with F. Cottrell (Riveron) regarding preparation of SOFA Q11 (.1); confer with J. Ashley (Kroll) regarding preparation of Schedule G (.2)	Schedules & SOFA	0.30
12/29/23	JGB	DI	Conference with F. Cottrell, M. Calvo (Riveron) and J. Ashley (Kroll) regarding preparation of schedules and SOFAs	Schedules & SOFA	0.50
Total Hours					5.40



Hourly Fees by Employee through January 2024

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
CIR	Rivera, Christian I	CO - Consultant	1.00	\$180.00	\$180.00
KAC	Champagnie, Kadeem A	SC - Senior Consultant	12.40	\$195.00	\$2,418.00
CHP	Porter, Christine C	DI - Director	30.50	\$235.00	\$7,167.50
JGB	Berman, Jessica G	DI - Director	21.20	\$245.00	\$5,194.00
DRM	Malo, David R	DI - Director	5.70	\$245.00	\$1,396.50
TOTAL:			70.80		\$16,356.00

Hourly Fees by Task Code through January 2024

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
SOFA	Schedules & SOFA	70.80	\$16,356.00
TOTAL:		70.80	\$16,356.00

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
01/02/24	JGB	DI	Collect information in connection with professional fee payments for SOFA	Schedules & SOFA	0.10
01/03/24	JGB	DI	Conference with F. Cottrell, M. Calvo (Riveron), C. Porter, and K. Champagnie (Kroll) regarding coordination relating to preparation of schedules and SOFAs (.5)	Schedules & SOFA	0.50
01/03/24	KAC	SC	Confer and coordinate with F. Cottrell (Riveron) and J. Ashley (Kroll) regarding open Schedules and SOFA items and next steps re same	Schedules & SOFA	0.30
01/05/24	CHP	DI	Prepare SOFA Question 3 for all debtors	Schedules & SOFA	0.40
01/05/24	CHP	DI	Prepare for and participate in telephone conference with F. Cottrell, M. Marambio Calvo (Riveron), J. Berman, J. Ashley, K. Champagnie (Kroll) re schedule and SOFA preparation	Schedules & SOFA	0.40
01/05/24	DRM	DI	Participate in telephone conference with M. Marambio Calvo of Riveron regarding open tasks and data transition	Schedules & SOFA	0.50
01/05/24	JGB	DI	Conference with F. Cottrell, M. Calvo (Riveron), C. Porter, and K. Champagnie (Kroll) regarding coordination relating to preparation of schedules and SOFAs (.5); correspond with F. Cottrell (Riveron) regarding Global Notes (.4)	Schedules & SOFA	0.90
01/05/24	KAC	SC	Prepare SOFA Part 1, Question 1 (.1); Part 1, Question 2 (.1); Part 2, Question 5 (.1); Part 6, Question 11 (.3); Part 7, Question 14 (.2)	Schedules & SOFA	0.80
01/05/24	KAC	SC	Preparation of Schedules and SOFAs for all debtors	Schedules & SOFA	0.50
01/05/24	KAC	SC	Confer and correspond with M. Calvo, F. Cottrell (Riveron), J. Ashley and J. Berman (Kroll) regarding Schedules and SOFA open items and next steps re same	Schedules & SOFA	0.70
01/06/24	CHP	DI	Prepare SOFA Part 1, Question 1 for all debtors (0.1); Prepare SOFA Part 1, Question 2 for all debtors (0.1); Prepare SOFA Part 2, Question 3 for all debtors (0.6); Prepare SOFA Question Part 5, 10 (0.4); Prepare SOFA Part 9, Question 16 (0.1); Prepare SOFA Part 10, Question 18 (0.2); Prepare SOFA Part 11, Question 21 (0.5); Prepare SOFA Part 13, Question 25 (0.2); Prepare SOFA Question 13, Question 26 (0.5); Prepare Schedule A/B Part 2, Question & (0.3); Prepare Schedule A/B Part 9, Question 55 (0.5); Prepare Schedule G for all debtors (0.9)	Schedules & SOFA	4.40
01/06/24	JGB	DI	Prepare SOFA Q7 (1.2); Q20, 22 (.4); Q23, 31 (.5); Q26d (.5); Schedule AB Q28, 32, 36 (.6)	Schedules & SOFA	3.20
01/06/24	KAC	SC	Review and revise Schedules and SOFA drafts for all debtors	Schedules & SOFA	0.70
01/06/24	KAC	SC	Confer and correspond with J. Berman and C. Porter (Kroll) regarding Schedules and SOFAs open items	Schedules & SOFA	0.30

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01/07/24	CHP	DI	Prepare SOFA and Schedule Drafts for all debtors (0.8)	Schedules & SOFA	0.80
01/07/24	KAC	SC	Review and revise Schedules and SOFA drafts for all debtors	Schedules & SOFA	2.00
01/08/24	CHP	DI	Quality assurance review of Schedule and SOFA drafts for all debtors (0.2); Quality assurance review of Schedule G (0.9)	Schedules & SOFA	1.10
01/08/24	DRM	DI	Participate in telephone conference with M. Marambio Calvo of Riveron regarding open tasks and data transition	Schedules & SOFA	0.50
01/08/24	JGB	DI	Correspond with F. Cottrell (Riveron) in connection with draft schedules and SOFA and open items relating to same (.1); conference with F. Cottrell, M. Calvo (Riveron), K. Champagne, and J. Ashley (Kroll) in connection with coordination relating to preparation of schedules and SOFAs (.5); update Schedule AB Q7, Q28, and G (.5)	Schedules & SOFA	1.10
01/08/24	KAC	SC	Confer and coordinate with F. Cottrell (Riveron), J. Ashley, J. Berman (Kroll) regarding Schedules and SOFAs open items and next steps re same	Schedules & SOFA	0.40
01/09/24	CHP	DI	Prepare and format Schedule G for all debtors (3.3)	Schedules & SOFA	3.30
01/09/24	JGB	DI	Correspond with C. Port (Kroll) in connection with preparation of Schedule G	Schedules & SOFA	0.20
01/10/24	CHP	DI	Prepare SOFA Part 1, Question 2 for all debtors (0.4); Prepare SOFA Part 2, Question 3 for all debtors (1.0); Prepare SOFA Part 2, Question 4 for all debtors (0.4); Prepare SOFA Part 2, Question 6 for all debtors (0.3); Prepare SOFA Part 6, Question 11 for all debtors (0.3); Prepare SOFA Part 13, Question 28 for all debtors (0.3); Prepare Schedule G for all debtors (1.6)	Schedules & SOFA	4.30
01/10/24	DRM	DI	Participate in telephone conference with M. Marambio Calvo of Riveron regarding open tasks and data transition	Schedules & SOFA	0.40
01/10/24	JGB	DI	Prepare Schedule A/B Q2, 3, 11, 15 (1); review SOFA Q7 data in connection with unsecured litigation claims for Schedule F (.3)	Schedules & SOFA	1.30
01/10/24	KAC	SC	Confer and correspond with F. Cottrell, M. Calvo (Riveron) and J. Berman, C. Porter (Kroll) team regarding open Schedules & SOFA items and next steps re same	Schedules & SOFA	0.30
01/11/24	CHP	DI	Prepare Schedule AB Part 2 Question 7 for all debtors (0.2); Prepare Schedule AB Part 2 Question 8 for all debtors (0.2); Prepare Schedule AB Part 3 Question 11a for all debtors (0.2); Prepare Schedule AB Part 3 Question 11b for all debtors (0.2); Prepare Schedule AB Part 5 Question 28 for all debtors (0.3); Prepare Schedule AB Part 6 Question 32 for all debtors (0.3); Prepare Schedule AB Part 7 Question 40 for all debtors (0.2); Prepare Schedule AB Part 7 Question 41 for all debtors (0.2); Prepare Schedule AB Part 8 Question 47 for all debtors (0.2); Prepare Schedule AB Part 8 Question 50 for all debtors (0.2); Prepare Schedule G for all debtors (0.4); Prepare SOFA Part 1 Question 1 for all debtors (0.2); Prepare SOFA Part 1 Question 2 for all debtors (0.2); Prepare SOFA Part 13 Question 26a for all	Schedules & SOFA	8.40

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			debtors (0.2); Prepare SOFA Part 13 Question 26b for all debtors (0.2); Prepare SOFA Part 13 Question 26c for all debtors (0.2); Prepare SOFA Part 13 Question 27 for all debtors (0.2); Prepare SOFA Part 13 Question 28 for all debtors (0.2); Prepare SOFA Part 13 Question 30 for all debtors (0.2); Prepare SOFA Part 2 Question 3 for all debtors (1.3); Prepare SOFA Part 2 Question 4 for all debtors (0.4); Prepare SOFA Part 2 Question 6 for all debtors (0.3); Prepare SOFA Part 6 Question 11 for all debtors (0.2); Prepare SOFA and Schedule drafts for all debtors (1.4); Confer and correspond with F. Cottrell (Riveron) re schedule and SOFA drafts (0.3); Prepare for and participate in telephone conference with F. Cottrell, M. Calvo (Riveron), R. Sainvi (Baker McKenzie), J. Berman, J. Ashley, D. Malo, and K. Champagne (Kroll) re schedule and SOFA preparation (0.3)		
01/11/24	CIR	CO	Prepare Schedule F	Schedules & SOFA	1.00
01/11/24	DRM	DI	Prepare Schedule A/B, Part 11, Question 73	Schedules & SOFA	1.20
01/11/24	DRM	DI	Participate in telephone conference with M. Marambio Calvo of Riveron regarding open tasks and data transition	Schedules & SOFA	0.40
01/11/24	JGB	DI	Prepare Schedules D (2.5), F (2.3);confer with F. Cottrell, M. Calvo (Riveron), J. Ashley, C. Porter (Kroll) regarding schedule and SOFA coordination (.5)	Schedules & SOFA	5.30
01/11/24	KAC	SC	Prepare for and participate in telephone conference with F. Cottrell (Riveron) re open Schedules and SOFA items and next steps re same	Schedules & SOFA	0.50
01/11/24	KAC	SC	Review and revise Schedules & SOFA for all debtors	Schedules & SOFA	1.10
01/11/24	KAC	SC	Review and revise Schedule A/B Part 7, Questions 39-45 (.7), Part 8, Questions 47-53 (.7)	Schedules & SOFA	1.40
01/12/24	CHP	DI	Prepare SOFA Part 13, Questions 28 and 29 for Comercial Internacional Exportadora, S.A. (0.4); Prepare Schedule G for all debtors (0.8); Prepare SOFA and Schedule Drafts for all debtors (4.3); Quality assurance review of Schedule F (0.2); Prepare Schedule AB Part 1, Question 2 (0.2); Prepare Schedule AB Part 2, Question 3 (0.2)	Schedules & SOFA	6.10
01/12/24	DRM	DI	Prepare Schedule A/B, Part 1, Question 2 (.5), A/B, Part 1, Question, 3 (.6), SOFA Part 9, Question 17 (.5), SOFA Part 9, Question 32 (.6)	Schedules & SOFA	2.20
01/12/24	DRM	DI	Participate in telephone conference with M. Marambio Calvo of Riveron regarding open tasks and data transition	Schedules & SOFA	0.50
01/12/24	JGB	DI	Prepare Schedules E (.4), F (3.8), H (1.3), prepare Schedule and SOFA drafts for filing (2); confer with F. Cottrell, M. Calvo (Riveron), J. Ashley, C. Porter (Kroll) regarding schedule and SOFA coordination (.5)	Schedules & SOFA	8.00
01/12/24	KAC	SC	Review and revise Schedule E/F: Part 2	Schedules & SOFA	0.40
01/12/24	KAC	SC	Review and revise Schedules & SOFA for all debtors	Schedules &	1.70

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				SOFA	
01/12/24	KAC	SC	Confer and correspond with F. Cottrell, M. Calvo (Riveron) and J. Berman, C. Porter (Kroll) team regarding open Schedules & SOFA items and next steps re same	Schedules & SOFA	0.90
01/16/24	CHP	DI	Quality assurance review of Schedule D, E, F and G data	Schedules & SOFA	0.40
01/17/24	CHP	DI	Prepare for and participate in telephone conference with F. Cottrell, M. Marambio Calvo (Riveron), J. Berman, K. Champagne (Kroll) re schedule and SOFA preparation	Schedules & SOFA	0.40
01/17/24	JGB	DI	Confer with F. Cottrell, M. Calvo (Riveron), C. Porter, K. Champagne (Kroll) regarding preparation of amended schedules (.4); follow up conference with C. Porter and K. Champagne (Kroll) regarding same (.2)	Schedules & SOFA	0.60
01/22/24	CHP	DI	Confer and correspond with F. Cottrell (Riveron) re schedule amendments	Schedules & SOFA	0.20
01/23/24	CHP	DI	Prepare for and participate in telephone conference with F. Cottrell, M. Marambio Calvo (Riveron), J. Ashley, K. Champagne (Kroll) re schedule and SOFA preparation	Schedules & SOFA	0.30
01/23/24	KAC	SC	Prepare for and participate in telephone conference with F. Cottrell (Riveron) and C. Porter (Kroll) re amendments to Schedules & SOFA	Schedules & SOFA	0.40
Total Hours					70.80



Hourly Fees by Employee through March 2024

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
KAC	Champagnie, Kadeem A	SC - Senior Consultant	0.40	\$195.00	\$78.00
TOTAL:			0.40		\$78.00

Hourly Fees by Task Code through March 2024

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
SOFA	Schedules & SOFA	0.40	\$78.00
TOTAL:		0.40	\$78.00

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
03/01/24	KAC	SC	Prepare for and participate in telephone conference with F. Cottrell (Riveron) re amended Schedules and SOFAs and next steps re same	Schedules & SOFA	0.40
Total Hours					0.40



Hourly Fees by Employee through April 2024

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
MAH	Ahmad, Moheen	CO - Consultant	2.10	\$160.00	\$336.00
JAH	Hernandez, Javier	CO - Consultant	0.50	\$180.00	\$90.00
KAC	Champagnie, Kadeem A	SC - Senior Consultant	6.10	\$195.00	\$1,189.50
MMB	Brown, Mark M	SA - Solicitation Consultant	13.70	\$220.00	\$3,014.00
ECH	Cheney, Edward	SA - Solicitation Consultant	0.40	\$220.00	\$88.00
HST	Taatjes, Hayden S	SA - Solicitation Consultant	9.10	\$220.00	\$2,002.00
CHP	Porter, Christine C	DI - Director	11.90	\$235.00	\$2,796.50
JGB	Berman, Jessica G	DI - Director	1.00	\$245.00	\$245.00
CJ	Johnson, Craig	DS - Director of Solicitation	0.40	\$245.00	\$98.00
STK	Kesler, Stanislav	DS - Director of Solicitation	2.40	\$245.00	\$588.00
ATO	Orchowski, Alex T	DS - Director of Solicitation	8.90	\$245.00	\$2,180.50
GB	Brunswick, Gabriel	MD - Managing Director	0.50	\$245.00	\$122.50
TOTAL:			57.00		\$12,750.00

Hourly Fees by Task Code through April 2024

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
INQR	Call Center / Creditor Inquiry	5.40	\$1,188.00
RETN	Retention / Fee Application	1.00	\$212.50
SOFA	Schedules & SOFA	21.10	\$4,567.00
SOLI	Solicitation	29.50	\$6,782.50
TOTAL:		57.00	\$12,750.00

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
04/03/24	CHP	DI	Quality assurance review of Schedule D, E, F and G data	Schedules & SOFA	0.40
04/03/24	MAH	CO	Review and revise Schedules & SOFAs for all debtors	Schedules & SOFA	2.10
04/04/24	CHP	DI	Quality assurance review of Schedule D, E, F and G data	Schedules & SOFA	1.30
04/12/24	KAC	SC	Prepare Schedule Part 1, Question 2 (.2); Part 1, Question 3 (.3); D Part (.3); EF Part 2 (.3); H (.3)	Schedules & SOFA	1.40
04/15/24	ATO	DS	Telephone conference with R. Sainvil (Baker McKenzie) regarding the upcoming solicitation	Solicitation	0.30
04/15/24	JGB	DI	Confer with R. Sainvil (Baker), H. Tajas, and A. Orchowski (Kroll) regarding coordination for solicitation	Schedules & SOFA	0.50
04/16/24	CHP	DI	Prepare amended Schedules and SOFA for all debtors	Schedules & SOFA	0.20
04/16/24	JGB	DI	Conference with K. Champagnie and C. Porter (Kroll) regarding preparation of amended schedules and SOFAS (.1); review Schedules D and H and confer with K. Champagnie (Kroll) regarding same (.4)	Schedules & SOFA	0.50
04/16/24	KAC	SC	Review and revise SOFA Part 1, Question 1 (.4); Part 1, Question 2 (.3); Part 2, Question 4 (.2)	Schedules & SOFA	0.90
04/16/24	KAC	SC	Review and revise Schedules & SOFA for all debtors	Schedules & SOFA	0.30
04/16/24	KAC	SC	Review and revise Schedule D Part 1 (.3); E/F Part 2 (.3); H (.3)	Schedules & SOFA	0.90
04/17/24	GB	MD	Draft monthly fee statement	Retention / Fee Application	0.50
04/17/24	MMB	SA	Quality assurance review of draft solicitation documents	Solicitation	0.70
04/18/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	2.00
04/18/24	KAC	SC	Review and revise Schedules & SOFA for all debtors	Schedules & SOFA	0.40
04/18/24	MMB	SA	Quality assurance review of draft solicitation documents	Solicitation	4.70
04/18/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.60
04/19/24	ATO	DS	Review and analyze the draft plan and disclosure statement motion in preparation for solicitation	Solicitation	1.90
04/19/24	CHP	DI	Prepare amended SOFA Question 3 for all debtors (2.6); confer and correspond with F. Cottrell re SOFA Question 3 (0.2); Quality assurance review of Schedules and SOFA drafts for all debtors (0.5)	Schedules & SOFA	3.30

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04/19/24	KAC	SC	Review and revise Schedules & SOFA for all debtors	Schedules & SOFA	1.20
04/19/24	MMB	SA	Quality assurance review of draft solicitation documents	Solicitation	0.60
04/19/24	MMB	SA	Review solicitation documents in preparation for solicitation	Solicitation	0.80
04/19/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	1.80
04/22/24	CHP	DI	Prepare amended SOFA Question 3 for all debtors (1.6); Confer and correspond with F. Cottrell re SOFA Question 3 (0.2)	Schedules & SOFA	1.80
04/22/24	MMB	SA	Quality assurance review of draft solicitation documents	Solicitation	1.10
04/23/24	ATO	DS	Confer with R. Sainvil (Baker McKenzie) regarding the draft solicitation motion	Solicitation	0.30
04/23/24	CHP	DI	Quality assurance review of SOFA Question 3 (0.4); Quality assurance review of SOFA Question 11 (0.5); Confer and correspond with F. Cottrell (Riveron) re SOFA Question 3 and 11 (0.2)	Schedules & SOFA	1.10
04/23/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	1.20
04/23/24	KAC	SC	Review and revise SOFA for all debtors	Schedules & SOFA	0.40
04/23/24	MMB	SA	Review correspondence with A. Orchowski (Kroll) and R. Sainvil (Baker) regarding solicitation	Solicitation	0.10
04/23/24	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Creditor Inquiry	5.40
04/24/24	ATO	DS	Respond to inquiries from R. Sainvil (Baker McKenzie) related to solicitation	Solicitation	0.50
04/24/24	ATO	DS	Telephone conference with R. Sainvil (Baker McKenzie) regarding the draft solicitation materials	Solicitation	0.30
04/24/24	ATO	DS	Review, analyze, and comment on the draft solicitation materials	Solicitation	0.50
04/24/24	CHP	DI	Quality assurance review of SOFA Question 3 (0.4); Confer and correspond with F. Cottrell (Riveron) re SOFA Question 3 (0.2); Prepare SOFA Question 3 (1.4)	Schedules & SOFA	2.00
04/24/24	ECH	SA	Telephone conference with R. Sainvil (Baker McKenzie) and A. Orchowski (Kroll) regarding the draft solicitation materials	Solicitation	0.20
04/24/24	ECH	SA	Confer with A. Orchowski (Kroll) regarding the draft solicitation materials	Solicitation	0.20
04/24/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	2.00
04/24/24	KAC	SC	Review and revise SOFA Part 2, Question 3	Schedules & SOFA	0.30
04/24/24	MMB	SA	Review correspondence with A. Orchowski (Kroll) and R. Sainvil (Baker) regarding solicitation	Solicitation	0.10
04/25/24	CHP	DI	Quality assurance review of SOFA Question 3 (1.2); Confer and correspond with F. Cottrell (Riveron) re SOFA Question 3 and updated drafts (0.2); Prepare SOFA Drafts for all	Schedules & SOFA	1.80

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			debtors (0.4)		
04/26/24	ATO	DS	Review and analyze draft solicitation materials and circulate comments to the case professionals	Solicitation	4.50
04/26/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	2.00
04/26/24	KAC	SC	Review and revise Schedules & SOFA for all debtors	Schedules & SOFA	0.30
04/26/24	MMB	SA	Review correspondence with A. Orchowski (Kroll) and R. Sainvil (Baker) regarding solicitation	Solicitation	0.10
04/29/24	ATO	DS	Confer with R. Sainvil (Baker Mckenzie) regarding the draft solicitation materials	Solicitation	0.60
04/29/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	1.90
04/29/24	MMB	SA	Review correspondence with A. Orchowski (Kroll) and R. Sainvil (Baker) regarding solicitation	Solicitation	0.10
04/30/24	CJ	DS	Monitor emails and status re upcoming solicitation	Solicitation	0.40
04/30/24	JAH	CO	Review and file combined monthly fee statement	Retention / Fee Application	0.50
Total Hours					57.00



Hourly Fees by Employee through May 2024

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
RHE	Hernandez, Raymond	CO - Consultant	4.00	\$100.00	\$400.00
THU	Huq, Tariful	CO - Consultant	0.80	\$145.00	\$116.00
GAH	Howell, Gabriela	CO - Consultant	3.50	\$160.00	\$560.00
JSP	Spiegel, Jason	CO - Consultant	3.40	\$160.00	\$544.00
JAH	Hernandez, Javier	CO - Consultant	1.20	\$180.00	\$216.00
KAC	Champagnie, Kadeem A	SC - Senior Consultant	2.00	\$195.00	\$390.00
ARKH	Khan, Areej	SC - Senior Consultant	5.00	\$195.00	\$975.00
SHAH	Adbul Hakeem, Shakir	SA - Solicitation Consultant	2.00	\$220.00	\$440.00
MMB	Brown, Mark M	SA - Solicitation Consultant	16.10	\$220.00	\$3,542.00
HST	Taatjes, Hayden S	SA - Solicitation Consultant	32.20	\$220.00	\$7,084.00
CHP	Porter, Christine C	DI - Director	4.40	\$235.00	\$1,034.00
CJ	Johnson, Craig	DS - Director of Solicitation	2.40	\$245.00	\$588.00
STK	Kesler, Stanislav	DS - Director of Solicitation	28.80	\$245.00	\$7,056.00
GB	Brunswick, Gabriel	MD - Managing Director	1.30	\$245.00	\$318.50
TOTAL:			107.10		\$23,263.50

Hourly Fees by Task Code through May 2024

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	4.00	\$400.00
INQR	Call Center / Creditor Inquiry	4.20	\$949.00
RETN	Retention / Fee Application	2.50	\$534.50
SOFA	Schedules & SOFA	7.20	\$1,540.00
SOLI	Solicitation	89.20	\$19,840.00
TOTAL:		107.10	\$23,263.50

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
05/01/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	3.60
05/01/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.70
05/02/24	CHP	DI	Quality assurance review of SOFA and schedule drafts for all debtors	Schedules & SOFA	0.30
05/02/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	3.20
05/02/24	KAC	SC	Review and revise Schedules & SOFA drafts for all debtors	Schedules & SOFA	0.50
05/02/24	MMB	SA	Quality assurance review of draft solicitation documents	Solicitation	3.70
05/02/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.80
05/03/24	CJ	DS	Conduct quality assurance review of preparations to launch solicitation and customization of tabulation in advance of upcoming disclosure statement hearing	Solicitation	0.80
05/03/24	KAC	SC	Review and revise Schedules & SOFA drafts for all debtors	Schedules & SOFA	0.70
05/03/24	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Creditor Inquiry	2.60
05/03/24	MMB	SA	Review solicitation documents in preparation for solicitation	Solicitation	1.30
05/03/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	1.50
05/06/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	2.80
05/06/24	KAC	SC	Review and revise Schedules & SOFA for all debtors	Schedules & SOFA	0.80
05/06/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.70
05/06/24	THU	CO	Review and revise Schedules & SOFA for all debtors	Schedules & SOFA	0.80
05/07/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.50
05/08/24	CJ	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.70
05/08/24	GB	MD	Draft interim fee application	Retention / Fee Application	0.50
05/08/24	MMB	SA	Quality assurance review of draft solicitation documents	Solicitation	6.10
05/08/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.40

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05/09/24	CHP	DI	Prepare SOFA Part 13 Question 25 (0.4); prepare Schedule AB Question 15 (0.4); confer and correspond with F. Cottrell (Riveron) re amended schedules (0.3)	Schedules & SOFA	1.10
05/09/24	MMB	SA	Review solicitation documents in preparation for solicitation	Solicitation	1.30
05/09/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	1.10
05/10/24	CHP	DI	Prepare SOFA Part 13 Question 25 (0.4); prepare amended Schedule and SOFA drafts for all debtors (1.3); confer and correspond with F. Cottrell (Riveron) re amended schedules (0.2)	Schedules & SOFA	1.90
05/10/24	HST	SA	Prepare plan class reports for upcoming solicitation mailing	Solicitation	2.50
05/10/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.50
05/13/24	CHP	DI	Prepare amended SOFA and Schedule drafts for all debtors (1.1)	Schedules & SOFA	1.10
05/13/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	0.70
05/13/24	HST	SA	Prepare plan class reports for upcoming solicitation mailing	Solicitation	4.20
05/13/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	0.80
05/13/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.60
05/14/24	HST	SA	Prepare plan class reports for upcoming solicitation mailing	Solicitation	2.00
05/14/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	2.80
05/14/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.90
05/15/24	CJ	DS	Review customization of Kroll database for tabulation purposes	Solicitation	0.40
05/15/24	JAH	CO	Review and file first interim fee application	Retention / Fee Application	0.60
05/15/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	0.80
05/15/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.30
05/16/24	SHAH	SA	Prepare plan distribution matrix	Solicitation	2.00
05/16/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	0.40
05/16/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.60
05/17/24	CJ	DS	Monitor e-mails re filing of revised plan and disclosure statement and conduct review thereof	Solicitation	0.50
05/17/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	0.20
05/17/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.70
05/20/24	GB	MD	Draft monthly fee statement	Retention / Fee Application	0.80
05/20/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	0.70

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05/20/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.80
05/21/24	MMB	SA	Confer and coordinate with H. Taatjes (Kroll) regarding solicitation	Solicitation	0.10
05/21/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	1.50
05/21/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.80
05/22/24	MMB	SA	Confer and coordinate with H. Taatjes (Kroll) regarding solicitation	Solicitation	0.10
05/22/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	0.30
05/23/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	0.60
05/23/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.40
05/24/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	0.30
05/24/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.70
05/28/24	HST	SA	Prepare plan class reports for upcoming solicitation mailing	Solicitation	1.50
05/28/24	HST	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	1.60
05/28/24	MMB	SA	Confer and coordinate with H. Taatjes (Kroll) regarding solicitation	Solicitation	0.10
05/28/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	1.70
05/28/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	0.60
05/29/24	HST	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	2.40
05/29/24	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Creditor Inquiry	0.60
05/29/24	MMB	SA	Confer and coordinate with H. Taatjes (Kroll) regarding solicitation	Solicitation	0.10
05/29/24	STK	DS	Prepare plan class reports for solicitation mailing	Solicitation	2.90
05/29/24	STK	DS	Review disclosure statement, plan, disclosure statement motion and exhibits in preparation for solicitation	Solicitation	1.30
05/30/24	ARKH	SC	Review and prepare electronic submission portal	Solicitation	0.50
05/30/24	HST	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	3.50
05/30/24	JAH	CO	Review and file monthly fee application	Retention / Fee Application	0.60
05/30/24	JSP	CO	Prepare electronic ballot submission portal	Solicitation	2.20
05/30/24	MMB	SA	Review correspondence with H. Taatjes (Kroll) and R. Sainvil (Baker) regarding solicitation	Solicitation	0.10
05/31/24	ARKH	SC	Review and prepare electronic submission portal	Solicitation	4.50
05/31/24	GAH	CO	Setup of electronic ballot platform on case website	Solicitation	3.50
05/31/24	HST	SA	Confer and coordinate with case support re setup of ballot	Solicitation	4.20

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			platform on the case website		
05/31/24	JSP	CO	Prepare electronic ballot submission portal	Solicitation	1.20
05/31/24	RHE	CO	Quality assurance review of ballot filing database	Ballots	4.00
05/31/24	STK	DS	Quality assurance review of solicitation materials, frequently asked questions and service lists to be used in resource database for solicitation inquiries	Call Center / Creditor Inquiry	1.00
05/31/24	STK	DS	Quality assurance review of the electronic-ballot portal	Solicitation	0.90
Total Hours					107.10



Hourly Fees by Employee through June 2024

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
RHE	Hernandez, Raymond	CO - Consultant	5.00	\$100.00	\$500.00
GAH	Howell, Gabriela	CO - Consultant	4.50	\$160.00	\$720.00
JSP	Spiegel, Jason	CO - Consultant	2.10	\$160.00	\$336.00
AGOR	Gorina, Anastasia	CO - Consultant	0.80	\$175.00	\$140.00
TMF	Floyd, Tiffany M	CO - Consultant	0.40	\$180.00	\$72.00
RACL	Lim, Rachel	CO - Consultant	0.80	\$180.00	\$144.00
CCP	Pagan, Chanel C	CO - Consultant	0.70	\$180.00	\$126.00
ARKH	Khan, Areej	SC - Senior Consultant	12.50	\$195.00	\$2,437.50
MMB	Brown, Mark M	SA - Solicitation Consultant	2.60	\$220.00	\$572.00
ECH	Cheney, Edward	SA - Solicitation Consultant	3.10	\$220.00	\$682.00
MLC	Crowell, Messiah L	SA - Solicitation Consultant	17.40	\$220.00	\$3,828.00
JGA	Gache, Jean	SA - Solicitation Consultant	0.70	\$220.00	\$154.00
JUL	Lewenson, Justin	SA - Solicitation Consultant	1.10	\$220.00	\$242.00
ZS	Steinberg, Zachary	SA - Solicitation Consultant	1.50	\$220.00	\$330.00
HST	Taatjes, Hayden S	SA - Solicitation Consultant	71.10	\$220.00	\$15,642.00
CJ	Johnson, Craig	DS - Director of Solicitation	1.90	\$245.00	\$465.50
STK	Kesler, Stanislav	DS - Director of Solicitation	25.30	\$245.00	\$6,198.50
GB	Brunswick, Gabriel	MD - Managing Director	2.20	\$245.00	\$539.00
TOTAL:			153.70		\$33,128.50

Hourly Fees by Task Code through June 2024

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	24.80	\$4,865.00
INQR	Call Center / Creditor Inquiry	30.00	\$6,727.50
RETN	Retention / Fee Application	2.20	\$539.00

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SOLI	Solicitation	96.70	\$20,997.00
		TOTAL: 153.70	\$33,128.50

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
06/03/24	ARKH	SC	Review and prepare electronic submission portal	Solicitation	8.00
06/03/24	GAH	CO	Setup of electronic ballot platform on case website	Solicitation	3.00
06/03/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.80
06/03/24	HST	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	3.60
06/03/24	RHE	CO	Quality assurance review of ballot filing database	Ballots	4.00
06/03/24	STK	DS	Quality assurance review of solicitation materials, frequently asked questions and service lists to be used in resource database for solicitation inquiries	Solicitation	0.90
06/03/24	STK	DS	Quality assurance review of the electronic-ballot portal	Solicitation	0.60
06/04/24	AGOR	CO	Setup of electronic ballot platform on case website	Solicitation	0.80
06/04/24	ARKH	SC	Review and prepare electronic submission portal	Solicitation	4.50
06/04/24	GAH	CO	Setup of electronic ballot platform on case website	Solicitation	1.50
06/04/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.00
06/04/24	HST	SA	Prepare vote declaration	Solicitation	1.50
06/04/24	HST	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	3.20
06/04/24	JSP	CO	Prepare electronic ballot submission portal	Solicitation	2.10
06/04/24	JUL	SA	Quality assurance review of incoming ballots	Ballots	1.10
06/04/24	MLC	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	1.20
06/04/24	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Creditor Inquiry	1.40
06/04/24	STK	DS	Quality assurance review of solicitation materials, frequently asked questions and service lists to be used in resource database for solicitation inquiries	Solicitation	0.30
06/04/24	STK	DS	Quality assurance review of the electronic-ballot portal	Solicitation	0.40
06/04/24	TMF	CO	Quality assurance review of incoming ballots	Ballots	0.10
06/04/24	TMF	CO	Input incoming ballot information into voting database	Ballots	0.10
06/05/24	HST	SA	Prepare vote declaration	Solicitation	1.00
06/05/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.50
06/05/24	MLC	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	2.40
06/05/24	RHE	CO	Quality assurance review of ballot filing database	Ballots	1.00
06/05/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30

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06/05/24	STK	DS	Quality assurance review of solicitation materials, frequently asked questions and service lists to be used in resource database for solicitation inquiries	Solicitation	0.50
06/05/24	STK	DS	Quality assurance review of the electronic-ballot portal	Solicitation	0.40
06/06/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.10
06/06/24	HST	SA	Review solicitation documents for purposes of generating FAQs	Call Center / Creditor Inquiry	3.00
06/06/24	HST	SA	Prepare vote declaration	Solicitation	1.60
06/06/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	1.20
06/06/24	MLC	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	0.80
06/06/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.60
06/06/24	STK	DS	Quality assurance review of solicitation materials, frequently asked questions and service lists to be used in resource database for solicitation inquiries	Solicitation	0.30
06/06/24	STK	DS	Quality assurance review of the electronic-ballot portal	Solicitation	0.50
06/07/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.80
06/07/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.20
06/07/24	STK	DS	Quality assurance review of solicitation materials, frequently asked questions and service lists to be used in resource database for solicitation inquiries	Solicitation	0.40
06/07/24	STK	DS	Quality assurance review of the electronic-ballot portal	Solicitation	0.60
06/07/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.50
06/10/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.70
06/10/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.60
06/10/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.80
06/10/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.20
06/10/24	STK	DS	Quality assurance review of solicitation materials, frequently asked questions and service lists to be used in resource database for solicitation inquiries	Solicitation	0.50
06/10/24	STK	DS	Quality assurance review of the electronic-ballot portal	Solicitation	0.40
06/11/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.10
06/11/24	HST	SA	Prepare vote declaration	Solicitation	1.80
06/11/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.60
06/11/24	MMB	SA	Confer and coordinate with H. Taatjes (Kroll) regarding solicitation	Solicitation	0.10
06/11/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.40

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06/11/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.20
06/12/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.80
06/12/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.90
06/12/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.60
06/12/24	MLC	SA	Prepare vote declaration	Solicitation	3.50
06/12/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.40
06/12/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.50
06/13/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.90
06/13/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
06/13/24	HST	SA	Prepare vote declaration	Solicitation	1.40
06/13/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.90
06/13/24	STK	DS	Prepare vote declaration	Solicitation	0.30
06/14/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	3.20
06/14/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
06/14/24	HST	SA	Prepare vote declaration	Solicitation	1.30
06/14/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.50
06/14/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30
06/14/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.20
06/14/24	STK	DS	Prepare vote declaration	Solicitation	0.40
06/14/24	ZS	SA	Review and analyze solicitation materials and procedures to be implemented in ongoing solicitation	Solicitation	1.50
06/16/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.50
06/17/24	HST	SA	Prepare vote declaration	Solicitation	3.80
06/17/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.80
06/17/24	HST	SA	Quality assurance review of incoming ballots	Ballots	0.80
06/17/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.20
06/17/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.80
06/17/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30
06/17/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.20
06/17/24	STK	DS	Prepare vote declaration	Solicitation	0.40
06/18/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.10
06/18/24	HST	SA	Prepare vote declaration	Solicitation	2.00

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06/18/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
06/18/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.10
06/18/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.60
06/18/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30
06/18/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.20
06/18/24	STK	DS	Prepare vote declaration	Solicitation	1.40
06/19/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
06/19/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	2.90
06/19/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.20
06/19/24	MMB	SA	Quality assurance review of incoming ballots	Ballots	0.20
06/20/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.30
06/20/24	ECH	SA	Coordinate and process incoming electronic ballots	Solicitation	0.90
06/20/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
06/20/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	5.60
06/20/24	HST	SA	Prepare vote declaration	Solicitation	2.20
06/20/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.20
06/20/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.50
06/20/24	STK	DS	Coordinate with C. Johnson (Kroll) re review and edit of draft voting declaration	Solicitation	0.20
06/20/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.30
06/20/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.70
06/20/24	STK	DS	Prepare vote declaration	Solicitation	0.50
06/20/24	TMF	CO	Input incoming ballot information into voting database	Ballots	0.10
06/21/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.10
06/21/24	ECH	SA	Coordinate and process incoming electronic ballots	Solicitation	0.70
06/21/24	HST	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
06/21/24	HST	SA	Quality assurance review of incoming ballots	Ballots	1.20
06/21/24	HST	SA	Prepare vote declaration	Solicitation	5.90
06/21/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	1.60
06/21/24	MMB	SA	Quality assurance review of draft vote declaration	Solicitation	0.90
06/21/24	RACL	CO	Quality assurance review of ballot filing database	Ballots	0.80
06/21/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.20
06/21/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.40

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06/21/24	STK	DS	Prepare vote declaration	Solicitation	0.80
06/23/24	HST	SA	Record receipt and timeliness of incoming ballots	Ballots	0.50
06/23/24	HST	SA	Prepare vote declaration	Solicitation	1.00
06/24/24	CJ	DS	Confer with S. Kesler (Kroll) re preliminary voting results	Solicitation	0.20
06/24/24	ECH	SA	Coordinate and process incoming electronic ballots	Ballots	0.40
06/24/24	ECH	SA	Prepare vote declaration	Solicitation	1.00
06/24/24	GB	MD	Draft monthly fee statement	Retention / Fee Application	0.70
06/24/24	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.00
06/24/24	HST	SA	Prepare vote declaration	Solicitation	6.50
06/24/24	STK	DS	Prepare vote declaration	Solicitation	2.20
06/24/24	STK	DS	Review voting declaration, solicitation and tabulation procedures, ballots and affidavits of service in connection with preparing to participate in confirmation hearing	Solicitation	0.50
06/24/24	STK	DS	Quality assurance review of incoming ballots	Ballots	0.80
06/24/24	STK	DS	Confer with C. Johnson (Kroll) re preliminary voting results	Solicitation	0.20
06/24/24	STK	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30
06/24/24	TMF	CO	Input incoming ballot information into voting database	Ballots	0.10
06/25/24	STK	DS	Review voting declaration, solicitation and tabulation procedures, ballots and affidavits of service in connection with preparing to participate in confirmation hearing	Solicitation	0.30
06/26/24	CCP	CO	Quality assurance review of incoming ballots	Ballots	0.10
06/26/24	STK	DS	Review voting declaration, solicitation and tabulation procedures, ballots and affidavits of service in connection with preparing to participate in confirmation hearing	Solicitation	0.80
06/27/24	CJ	DS	Confer with S. Kesler (Kroll) re preparation for S. Kesler participation in confirmation hearing	Solicitation	0.20
06/27/24	CJ	DS	Review docket for pleadings relating to solicitation and tabulation in preparation for S. Kesler (Kroll) participation in confirmation hearing	Solicitation	0.40
06/27/24	ECH	SA	Coordinate and process incoming electronic ballots	Ballots	0.10
06/27/24	STK	DS	Confer with C. Johnson (Kroll) re preparation for S. Kesler participation in confirmation hearing	Solicitation	0.20
06/27/24	STK	DS	Review voting declaration, solicitation and tabulation procedures, ballots and affidavits of service in connection with preparing to participate in confirmation hearing	Solicitation	0.60
06/28/24	CJ	DS	Confer with S. Kesler (Kroll) re objections to confirmation in connection with S. Kesler preparation to participate in confirmation hearing	Solicitation	0.20
06/28/24	CJ	DS	Monitor status of confirmation hearing	Solicitation	0.50
06/28/24	CJ	DS	Review docket for pleadings relating to solicitation or tabulation in preparation for S. Kesler (Kroll) participation in confirmation hearing	Solicitation	0.40

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06/28/24	GB	MD	Telephonically attend interim fee hearing	Retention / Fee Application	1.50
06/28/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.10
06/28/24	STK	DS	Confer with C. Johnson (Kroll) re objections to confirmation in connection with S. Kesler preparation to participate in confirmation hearing	Solicitation	0.20
06/28/24	STK	DS	Participate in confirmation hearing in connection with voting declaration and results	Solicitation	2.00
Total Hours					153.70



Hourly Fees by Employee through July 2024

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
TMF	Floyd, Tiffany M	CO - Consultant	0.40	\$180.00	\$72.00
HST	Taatjes, Hayden S	SA - Solicitation Consultant	1.40	\$220.00	\$308.00
AMA	Adler, Adam M	MD - Managing Director	0.20	\$245.00	\$49.00
GB	Brunswick, Gabriel	MD - Managing Director	0.40	\$245.00	\$98.00
TOTAL:			2.40		\$527.00

Hourly Fees by Task Code through July 2024

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	0.40	\$72.00
RETN	Retention / Fee Application	0.60	\$147.00
SOLI	Solicitation	1.40	\$308.00
TOTAL:		2.40	\$527.00

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
07/01/24	TMF	CO	Input incoming ballot information into voting database	Ballots	0.10
07/15/24	TMF	CO	Input incoming ballot information into voting database	Ballots	0.30
07/17/24	GB	MD	Draft monthly fee statement	Retention / Fee Application	0.40
07/23/24	AMA	MD	Review monthly fee statement	Retention / Fee Application	0.20
07/23/24	HST	SA	Confer and correspond with R. Sainvil (Baker McKenzie) re convenience class claimants	Solicitation	1.40
Total Hours					2.40

Expense Detail

<u>Description</u>	<u>Units</u>	<u>Rate</u>	<u>Amount</u>
Telephonic Hearing			\$70.00
Total Expenses			\$70.00

Exhibit C

Detail of Expenses Incurred by Kroll Employees During the Final Fee Period

Employee Name	Date	Expense Type	Amount
Brunswick, Gabriel	6/28/2024	Telephonic Hearing	\$70.00
TOTAL			\$70.00